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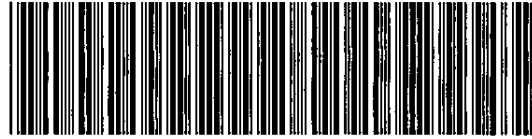
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 OCT -9 AM 8:26

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1/14



October 8, 2015

Secretary of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: TrueNorth Technology Solutions, Inc.

Dear Sir/Madam:

Enclosed please find the following concerning the conversion of TrueNorth Technology Solutions, LLC , a Florida limited liability company, into TrueNorth Technology Solutions, Inc., a Florida corporation:

- (1) Articles of Incorporation for TrueNorth Technology Solutions, Inc;
- (2) a Certificate of Conversion;
- (3) Articles of Conversion; and
- (4) a check in the amount of \$130.00 for the filing fees for the above documents.

Please file the Articles of Incorporation, Certificate of Conversion, and Articles of Conversion.

If you have any questions or require additional information, please feel free to call me at 407-649-7777. Thank you for your assistance with this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read 'E. Alexander'.

Edward R. Alexander, Jr.

Enclosures (4)

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Certificate of Conversion
for the conversion of
TrueNorth Technology Solutions, LLC
a Florida limited liability company,
into
TrueNorth Technology Solutions, Inc.
a Florida corporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TrueNorth Technology Solutions, LLC, a Florida limited liability company (the "**Company**"), files this Certificate of Conversion pursuant to §§605.1045 and 607.1115, Florida Statutes, to convert TrueNorth Technology Solutions, LLC, into a Florida corporation, and states as follows:

1. The name of the Company is TrueNorth Technology Solutions, LLC. It is a Florida limited liability company, and was formed on August 13, 2012. *L12-103452*
2. The Company is being converted into TrueNorth Technology Solutions, Inc. a Florida corporation.
3. The Plan of Conversion was unanimously approved by the members in accordance with §§605.1041 – 605.1046, Florida Statutes.
4. As of the effective date of this Articles of Conversion the limited liability company shall be converted into TrueNorth Technology Solutions, Inc., a Florida corporation (the other business entity), in accordance with the Articles of Incorporation of TrueNorth Technology Solutions, Inc., attached hereto as Exhibit A.
5. The principal office of the Florida corporation into which the Company is being converted is One South Orange Avenue, Suite 305, Orlando, FL 32801.
6. The effective date of the conversion and this Articles of Conversion shall be the filing date.
7. TrueNorth Technology Solutions, Inc., a Florida corporation (the other business entity), has agreed to pay to any members having appraisal rights the amount to which such members are entitled under §§605.1006 and 605.1061 - 605.1072, Florida Statutes.

Executed as of this 2nd day of ^{October} ~~September~~, 2015.

TrueNorth Technology Solutions, LLC

By: _____

Richard Koloski, Manager

By: _____

Russell Holmes, Manager

TrueNorth Technology Solutions, Inc.

By: _____

Richard Koloski, Incorporator

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AND
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**ARTICLES OF INCORPORATION
OF
TRUENORTH TECHNOLOGY SOLUTIONS, INC.**

15 OCT -9 AM 8:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I. Name

The name of this Corporation shall be:

TrueNorth Technology Solutions, Inc.

ARTICLE II. Principal Office

The address of the principal office and the mailing address of the Corporation is:
One South Orange Avenue, Suite 305, Orlando, FL 32801.

ARTICLE III. Business and Activities

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE IV. Common Stock

Section 1. Common Stock. The Corporation is authorized to issue up to Four Million Eight Hundred Thousand (4,800,000) shares of common stock \$0.0001 par value per share (the "**Common Stock**"). The Common Stock shall have the rights, preferences, privileges and restrictions as set forth in the succeeding provisions of this ARTICLE IV.

Section 2. Voting. The holders of all series and classes of the Common Stock of the Corporation shall be entitled to one vote per share held for all matters upon which shareholders have the right to vote.

Section 3. Consideration for Stock. All or any portion of the Common Stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for common stock, and their judgment of such value shall be conclusive.

ARTICLE V. Term of Existence

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VI. Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is One South Orange Avenue, Suite 305, Orlando, FL 32801 and the name of the initial registered agent of this Corporation at that address is Richard Koloski.

ARTICLE VII. Directors

Section 1. The initial number of Directors of this Corporation shall be three.

Section 2. The number of Directors may be either increased or diminished from time to time by the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.

Section 3. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

Section 4. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

Section 5. The names and street addresses of the initial members of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until his successor is elected or appointed and has qualified, are:

<u>Name</u>	<u>Street Address</u>
Richard Koloski	One South Orange Avenue Suite 305 Orlando, FL 32801
Russell Holmes	One South Orange Avenue Suite 305 Orlando, FL 32801

Section 6. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

Section 7. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VIII. Incorporator

The name and street address of the incorporator signing these Articles is Richard Koloski and his address is One South Orange Avenue, Suite 305, Orlando, FL 32801.

ARTICLE IX. Stock Certificates

Stock certificates shall: (A) be in the form designated from time to time by the Board of Directors; (B) be issued in accordance with the Bylaws and governing documents of the Corporation; and (C) shall bear such legends and notices as may be required by the Bylaws, governing documents, shareholders agreements and applicable law. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

ARTICLE X. Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the common stock of the Corporation entitled to vote thereon, and the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XII. Shareholders' Agreements

The Shareholders of the voting stock of the Corporation may, by unanimous agreement, restrict the discretion of the Board of Directors in its management of the Corporation, provide for direct Shareholder management of the business and affairs of the Corporation, treat the Corporation as if it were a partnership, or may arrange the relations between and among Shareholders that would be otherwise appropriate only between partners. A Shareholders' Agreement among less than all Shareholders may only affect the management of the Corporation by providing for the manner in which parties to the Shareholders' Agreement will vote their shares. Any Shareholders' Agreement must be in writing and a copy thereof must be delivered to the principal office of the Corporation and be available there for inspection by any Shareholder pursuant to the inspection of records procedure for Shareholders as provided in the Florida Business Corporation Act. If a Shareholders' Agreement has been entered into, all stock certificates owned by Shareholders who are parties to the Agreement shall have an appropriate notation referencing the Shareholders' Agreement. No committee of the Board of Directors may pre-empt the Shareholders' Agreement signed by all Shareholders.

ARTICLE XIII. Affiliated Transactions

This Corporation expressly elects not to be governed by the provisions of Florida Statutes Section 607.0901 dealing with affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of October 2, 2015.

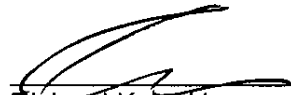

Richard Koloski, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of TrueNorth Technology Solutions, Inc.


Richard Koloski

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SECRETARY OF STATE
TALLAHASSEE FLORIDA